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7 **UNITED STATES BANKRUPTCY COURT**
8 **DISTRICT OF NEVADA**
9

10 In re:

11 USA Commercial Mortgage Company,
12 Debtor.

Case No. BK-S-06-10725-LBR

Chapter 11

**Amended Chapter 11 Case Status Report
and Certificate of Service**

Date: October 29, 2014

Time: 10:30 a.m.

Estimated Time for Hearing: 5 minutes

16 The USACM Liquidating Trust ("USACM Trust") by its counsel, hereby submits
17 the Amended Chapter 11 Case Status Report directed by this Court's September 3, 2014
18 Order (DE 9920) and the Court's directions in open court at the October 29, 2014
19 hearing. For the reader's convenience, the amendment addresses only the Placer
20 Vineyards assets.

21 **1. Post-Confirmation Reports.**

22 The Post-Confirmation Reports are current. The Trust files quarterly reports with
23 the Court. A copy of the most recent report was attached to DE 920.

24 **2. Scheduled Hearings and Trials.**

25 Other than the Status Hearing scheduled on October 29, 2014 at 10:30 a.m., there
26 are no scheduled hearings or trials.
27
28

The bankruptcy filing by Asset Resolution LLC and other related Chapter 7 debtors in Case No. 09-32824-RCJ, remains pending. The case is administered by the district judge, although the case is docketed in the bankruptcy court. A Chapter 7 trustee has been appointed for the several debtors. The proceedings remain pending seeking to liquidate the assets of Asset Resolution, LLC and its affiliates.

Because the USACM Liquidating Trust is not a party to either of these proceedings, a more fulsome description of the anticipated proceedings is not provided, nor is the bankruptcy court administering these cases.

This court has previously determined that such cases must be resolved before this case can be closed. The Trust is unable to estimate the anticipated date of completion of such proceedings.

9. Placer Vineyards Asset.

The Trust was the successor servicer on two loans secured by a first and second lien on undeveloped real property in Placer County, California when the Plan became effective. The balances of the Notes by Placer County Land Speculators, LLC as Borrower to Direct Lenders on loans serviced by the Trust were as follows as of December 22, 2008 (the eventual foreclosure date):

	Placer 1	Placer 2
Principal	\$31,500,000.00	\$6,500,000.00
Interest	15,183,487.95	4,134,138.22
Default Interest	9,111,393.85	1,035,761.89
Late Fees	2,334,174.40	531,706.91
Total	\$58,129,056.20	\$12,201,607.02

In order to obtain entitlements for the collateral, the Trust made a servicer advance to bring unpaid real estate taxes current. The Trust has a claim for the servicer advance for taxes allowed as of June 6, 2007, in the amount of \$678,649.19 plus interest thereafter at the prime rate. Interest continues until the obligation is paid, as was agreed to by the Lenders at the time of the advance.

The Trust sought to foreclose the lien of the Placer 1 Loan, and initiated a non-judicial foreclosure. The direct lenders in Placer 1 and 2 made it clear to the foreclosure

1 trustee that it could not proceed with a non-judicial foreclosure. In order to facilitate
2 foreclosure of the lien securing the Placer 1 Loan, the Trust filed a complaint and a
3 motion for appointment of a receiver for the Placer 1 Loan in the United States District
4 Court for the District of Nevada on September 24, 2008 and assigned case no. 2:08-cv-
5 1276. The case was assigned to United States District Judge Kent J. Dawson and remains
6 pending.

7 The receivership motion was heard by the Judge Dawson on December 3, 2008.
8 At the hearing, Judge Dawson directed the appointment of Elli Mills as Receiver. The
9 Trust thereafter worked with counsel for interested parties and Mr. Mills on entry of an
10 appropriate order directing the appointment of a receiver. The District Court's order
11 appointing the receiver was entered on December 16, 2008. Mr. Mills remains the
12 Receiver.

13 The Receiver subsequently investigated and made the decision to conclude the
14 foreclosure sale, which had been continued to December 22, 2008. The Receiver directed
15 a credit bid of \$8,404,030 at the December 22, 2008 foreclosure sale. The Trust's
16 servicer advances for legal and foreclosure fees through appointment of the receiver are
17 approximately \$259,079.90, without interest.

18 Prior to the appointment of a receiver, the Trust continued to work with interested
19 Direct Lenders on issues concerning the Loan and the Property, including whether to take
20 an appeal of the valuation of the Property for real estate tax purposes.

21 The Trust continues to work with the Placer 1 Receiver both with respect to the
22 Trust's claims as servicer as well as in attempting to assist the Receiver in the
23 performance of his duties.

24 The Receiver sought authority from the receivership court to enter into interim
25 financing to cover the expenses of the receivership. The Receiver is now seeking to
26 refinance such an interim loan. In the November 10, 2014 Verified Report of the
27 Receiver, which is filed with the district court and available to Placer 1 Lenders, the
28 Receiver reports that, among other things, the property has been appraised at

1 \$16,900,000, the Receiver is seeking a \$4,500,000 bridge loan in order to be able to hold
2 the property for 24-30 months before disposition, and the process of obtaining
3 development permits to increase the marketability of the property is ongoing.

4 The Trust has provided copies of the Receiver's monthly reports on the Trust's
5 website as a courtesy to the Receiver and a convenience to the Placer lenders. There is a
6 separate link to the Placer filings on the Trust's website.

7 The Trust has been negotiating with the Receiver for resolution of the Trust's
8 claims against the receivership in order to monetize the Trust's rights prior to expiration
9 of the Trust's term. The Receiver is drafting a settlement proposal.

10 Until either the Placer property is sold and the Trust is paid for its claims, or the
11 Trust sells its claims against the Placer receivership, the Trust cannot make the final
12 distribution to beneficiaries.¹

13 **10. Any Other Matter or Issue That Requires Resolution.**

14 The following issues require resolution before the case can be closed:

- 15 • Collection or sale of small judgments. The Trust is working on liquidating
16 the judgments, including that against Anthony and Susan Monaco (for
17 which a receiver was appointed.
- 18 • Collection of the Trust's claims in the *Placer* estate as noted above, or sale
19 of the *Placer* claims.
- 20 • Hantges Life Insurance. The Trust holds certain life insurance policies on
21 Thomas Hantges. The Trust has sought without success to obtain a buyer
22 for its interest in the policies, all of which require annual premium
23 payments. The Trust anticipates allowing the policies to be canceled for
24 non-payment of premiums because no buyer has been obtained, and there is
25 no cash surrender value.

26
27
28 ¹ The Trust allowed the claims of the Placer 2 lenders in the USACM Liquidating Trust and those lenders have participated in the distributions made to allowed general unsecured creditors.

- Other Litigation. The collection of the judgment by DACA V against Compass and the bankruptcy cases of Asset Resolution LLC remain pending and outside the control of the Trust; collection from Sal Reale on the judgment obtained against Mr. Reale in March 2008.

Dated: November 11, 2014.

LEWIS ROCA ROTHGERBER LLP

By /s/ Robert M. Charles, Jr. (#6593)

Robert M. Charles, Jr. (NV 6593)

Attorney for USACM Liquidating Trust

CERTIFICATE OF SERVICE

1. On November 11, 2014, I served the following documents:

CHAPTER 11 CASE STATUS REPORT

2. I served the above-named document by the following means to the persons as listed below:

(Check all that apply)

☒ **a. ECF System** *(You must attach the "Notice of Electronic Filing", or list all persons and addresses and attach additional paper if necessary)*

See attached list

☐ **b. United States mail, postage fully prepaid**
(List persons and addresses. Attach additional paper if necessary)

☐ **c. Personal Service** *(List persons and addresses. Attach additional paper if necessary)*
I personally delivered the document(s) to the persons at these addresses:

☐ For a party represented by an attorney, delivery was made by handing the document(s) to the attorney or by leaving the document(s) at the attorney's office with a clerk or other person in charge, or if no one is in charge by leaving the document(s) in a conspicuous place in the office.

☐ For a party, delivery was made by handing the document(s) to the party or by leaving the document(s) at the person's dwelling house or usual place or abode with someone of suitable age and discretion residing there.

☐ **d. By direct email (as opposed to through the ECF System)**
(List persons and email addresses. Attach additional paper if necessary)
Based upon the written agreement of the parties to accept service by email or a court order, I caused the document(s) to be sent to the persons at the email addresses listed below. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

☐ **e. By fax transmission** *(List persons and fax numbers. Attach additional paper if necessary)*
Based upon the written agreement of the parties to accept service by fax transmission or a court order, I faxed the document(s) to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

☐ **f. By messenger** *(List persons and addresses. Attach additional paper if necessary)*
I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed below and providing them to a messenger for service. *(A declaration by the messenger must be attached to this Certificate of Service).*

I declare under penalty of perjury that the foregoing is true and correct.

Signed on November 11, 2014

Renee L. Creswell
(NAME OF DECLARANT)

Renee L. Creswell
(SIGNATURE OF DECLARANT)

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